

P95000037650

May 5, 1995

FILED
95 MAY -8 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

Gentlemen;

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the following corporation:

TOUR SERVICES, INC.
1850 W. Fairbanks Ave.
Winter Park, Florida 32789
Telephone: (407) 679-7297

300001479453
-05/08/95--01128--009
***122.50 ***122.50

Very Truly yours,



John R. Bisanti
TOUR SERVICES, INC.

FILE
5-11

ARTICLES OF INCORPORATION
OF
TOUR SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation is TOUR SERVICES, INC. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office of the Corporation is 1850 West Fairbanks Ave., Winter Park, Florida 32789.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 1850 West Fairbanks Ave., Winter Park, Florida, 32789 The name of the registered agent at such address is ~~Candlight Tours~~ John R. Bisanti

ARTICLE IV

Corporate Purposes, Powers, and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is seventy-five thousand [75,000] shares of Common Stock ["Common Stock"] at \$0.01 par value per share.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows;

<u>Name</u>	<u>Address</u>
John R. Bisanti	1800 West Fairbanks Ave. Winter Park, Florida 32789

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows;

Name

John R. Bisanti

Address

**1850 W. Fairbanks Ave.
Winter Park, Fla., 32789**

ARTICLE VII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors

ARTICLE X

Indemnification

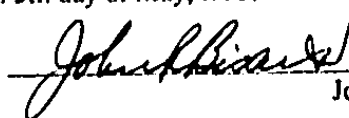
The Corporation shall indemnify any incorporation, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

ARTICLE XI

Transfer of Shares

If, from time to time, a shareholders' agreement among all of shareholders of the Corporation is in effect regarding the Subchapter S status of the corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

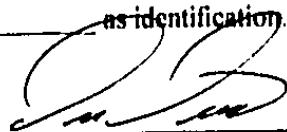
The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true and hereunto set my hand and seal. Dated at Winter Park, Florida, this 5th day of May, 1995.


John R Bisanti

STATE OF FLORIDA]
] SS.
COUNTY OF ORANGE]

The foregoing instrument was acknowledged before me this 5th day of May, 1995 by John R. Bisanti. He has produced

DRIVERS LICENSE as identification.


[Notary Signature]

[NOTARY SEAL]



OSCAR OSORIO
My Commission CC378009H
Expires May, 30, 1998
Bonded by HAI
800-422-1855

OSCAR OSORIO
[Notary Name]

NOTARY PUBLIC
Commission No. _____

CERTIFICATE OF REGISTERED AGENT
OF

FILED
23 MAY -8 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TOUR SERVICES, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

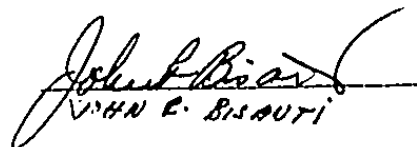
1850 W. Fairbanks Ave.

Winter Park, Florida 32789

has named John K Bisanti located at the aforesaid address, as its Registered Agent to accept service of process within this state.

Acknowledgement

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office


JOHN K. BISANTI